

Alex is a practical, results-driven attorney who finds creative solutions to close transactions and resolve his clients most sensitive legal issues. As Chair of the Firm's Securities and Capital Markets practice group, Alex counsels domestic and foreign companies of all sizes, ranging from early-stage start-up companies to publicly traded companies, with market capitalizations in the tens of billions of dollars. He helps clients successfully raise capital both publicly and privately while navigating complex federal and state securities laws, NYSE and NASDAQ listing standards. Alex also advises public companies regarding their periodic disclosure obligations under federal securities laws, including advice regarding both contested and uncontested proxy solicitations and tender offers. He is a trusted counselor to boards of directors helping them navigate complex corporate governance issues while fulfilling their fiduciary duties to stockholders and complying with federal securities laws.

Alex counsels independent broker-dealers, investment advisers, investment banks and their representatives regarding compliance with federal and state securities laws and FINRA regulations. He has experience advising broker-dealers in connection with change-in-control transactions and navigating the FINRA continuing membership application process.

Alex advises both domestic and foreign companies, as well as foreign law firms, regarding compliance with federal and state securities laws in connection with equity compensation awards issued to U.S. employees.

Additionally, Alex advises companies on all aspects of mergers and acquisitions, with a focus on compliance with federal and state securities laws. He also drafts, negotiates and advises on behalf of clients with respect to all facets of the formation, ownership, operation, transfer and termination of business entities.

Representative Experience

- A foreign contract garment manufacturer in its initial public offering on the NASDAQ.
- Public companies in registered at-the-market offerings ranging from \$40 million to \$200 million of their common stock.
- Underwriters and issuers in publicly registered uplist transactions to NASDAQ ranging from \$8 million to \$15 million.
- A biotechnology company in a \$100 million PIPE offering.
- An underwriter in a publicly registered \$20 million secondary offering of preferred stock for a publicly-traded REIT.
- A financial holding company in a \$40 million registered secondary offering of its common stock.
- Broker-dealers in several change-of-control transactions.
- A publicly traded network communications company in its merger proxy solicitation.
- Numerous companies in a variety of industries in PIPE transactions.



ALEXANDER R. MCCLEAN

PARTNER

amcclean@hselaw.com

tel: 585.231.1248

fax: 585.232.2152

Admissions

New York

Education

Case Western Reserve University
School of Law, J.D., *cum laude*
Case Western Reserve University
Weatherhead School of
Management, M.B.A., *Beta Gamma
Sigma*
Brigham Young University, B.S.

- A biotechnology company in a public equity line financing
- A publicly held hospital chain in a publicly registered exchange offer for \$875 million of its senior notes.
- An underwriter in many confidentially marketed public offerings and registered direct offerings ranging in size from \$2 million to \$25 million.
- A financial holding company in a \$40 million publicly registered subordinated note offering.
- Companies in a variety of industries, including software, health care, biotechnology, fintech, clean energy, manufacturing and investment management, in connection with numerous private placements.
- A bank in its acquisition of eight bank branches with total deposits of approximately \$375 million.
- A publicly traded manufacturing company in three separate strategic acquisitions.

Professional and Civic Affiliations

- Member, Board of Directors, Seneca Waterways Council of the Boy Scouts of America
- Past Committee Chair, Towpath District of the Boy Scouts of America

Honors and Awards

- Recipient, "Forty Under 40" Award, *Rochester Business Journal*, 2018
- Selected to the Upstate New York Super Lawyers Rising Stars list, 2013-2017

Publications

- Co-Author, "New Tools for Small Companies to Raise Capital," *Rochester Business Journal*, November 12, 2019
- Co-Author, "SEC Offers Guidance on Social Media," *Buffalo Law Journal*, July 15, 2013
- Author, "The Extraterritorial Implications of the SEC's New Rule Change to Regulate Hedge Funds," 38 *Case W. Res. J. Int'l. L.* 105, 2006

Presentations

- Speaker, Sidoti & Company Spring 2018 Convention, "Capital Market Options for Micro-cap and Small-cap Issuers," New York, NY, March 29, 2018
- Speaker, Monroe County Bar Association Securities Law 2017, "Private Placements for Transactional Lawyers," Rochester, NY, November 14, 2017
- Panelist, Donnelley Financial Solutions SEC Hot Topics Institute, 1934 Act Update, Cleveland, OH, November 16, 2017
- Speaker, Tapestry Global Compliance Partners OnTap: Summer Series, "US Securities – quick recap in 40 mins!," August 16, 2017
- Moderator, Marcum MicroCap Conference, "The Current Environment for Capital-Raising," New York, NY, June 16, 2017
- Speaker, Sidoti & Company Spring 2017 Convention, "Expected Changes from New Leadership at the SEC under the Trump Administration," New York, NY, March 29, 2017
- Panelist, Donnelley Financial Solutions SEC Hot Topics Institute, Capital Markets Update, Cleveland, OH, November 17, 2016
- Speaker, "NIRI Virtual Gets "Physical" in Buffalo, New York," National Investor Relations Institute, April 12, 2016
- Speaker, "Your Must-Know Guide to Crowdfunding Regulations for 2016," Innovation Lecture Series, University at Buffalo NYS Center of Excellence in Bioinformatics and Life Sciences, January 21, 2016

